

NATURE OF THE ACTION

7. Plaintiffs admit that Par purports to seek declaratory judgment under the Patent Laws of the United States, 35 U.S.C. § 1 *et seq.*, and the Declaratory Judgment Act, 28 U.S.C. § 2201 *et seq.* Plaintiffs deny the remaining allegations of paragraph 7.

JURISDICTION

8. Paragraph 8 contains legal conclusions to which no answer is required. To the extent that an answer is required, Plaintiffs admit that this Court has jurisdiction over the subject matter of this action. Plaintiffs deny the remaining allegations of paragraph 8.

9. Paragraph 9 contains legal conclusions to which no answer is required. To the extent that an answer is required, Plaintiffs do not contest personal jurisdiction in this judicial District for purposes of this action only. Plaintiffs deny the remaining allegations of paragraph 9.

VENUE

10. Paragraph 8 under the Venue heading contains legal conclusions to which no answer is required. To the extent that an answer is required, Plaintiffs admit that, for purposes of this action, venue is proper in this District. Plaintiffs deny the remaining allegations of paragraph 8 under the Venue heading.¹

BACKGROUND

11. Plaintiffs admit the allegations of paragraph 9 under the Background heading.

12. Plaintiffs admit the allegations of paragraph 10 under the Background heading.

¹ Par misnumbered its counterclaims after paragraph 9 under the Jurisdiction heading by numbering the next paragraph as paragraph 8 under the Venue heading.

13. Plaintiffs admit the allegations of paragraph 11 under the Background heading.

14. Plaintiffs admit the allegations of paragraph 12 under the Background heading.

COUNT ONE

15. Plaintiffs repeat their responses to paragraphs 1-9 and the following numbered paragraphs 8-12 as if fully set forth herein.

16. Plaintiffs deny the allegations of paragraph 14 under the Count One heading.

17. Paragraph 15 under the Count One heading contains legal conclusions to which no answer is required. To the extent that an answer is required, Plaintiffs do not contest that an actual and justiciable controversy exists between the parties with respect to the '031 Patent. Plaintiffs deny the remaining allegations of paragraph 15 under the Count One heading.

COUNT TWO

18. Plaintiffs repeat their responses to paragraphs 1-9 and the following numbered paragraphs 8-12 as if fully set forth herein.

19. On information and belief, Plaintiffs deny the allegations of paragraph 17 under the Count Two heading.

20. On information and belief, Plaintiffs deny the allegations of paragraph 18 under the Count Two heading.

21. Paragraph 19 under the Count Two heading contains legal conclusions to which no answer is required. To the extent that an answer is required, Plaintiffs do not contest that an actual and justiciable controversy exists between the parties with respect to the '031

Patent. On information and belief, Plaintiffs deny the remaining allegations of paragraph 19 under the Count Two heading.

PRAYER FOR RELIEF

22. The “WHEREFORE” paragraph following paragraph 19 under the Count Two heading of the Counterclaims and the five lettered paragraphs (A-E) that follow it state Par’s request for relief, to which no response is required. To the extent that a response is required, Plaintiffs deny the allegations set forth in the “WHEREFORE” paragraph following paragraph 19 under the Count Two heading of the Counterclaims and the five lettered paragraphs (A-E) that follow it and deny that Par is entitled to any of the relief requested therein, or to any relief whatsoever.

Dated: December 9, 2013

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